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ERIC M. HOCKY
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November 1, 2000

BY FEDEX

Hon. Vernon A. Williams, Secretary
Surface Transportation Board
Mercury Building, #711
1925 K Street, N.W.
Washington, DC 20423-0001



Re: Documents for Recordation

Dear Mr. Williams:

I have enclosed an original and one copy of the document described below, to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code, and 49 C.F.R. Part 1177.

The document is a Partial Termination and Release of Lien, a secondary document, dated October 31, 2000.

The primary document to which this is connected was recorded on March 11, 1998, under Recordation No. 21270.

The names and addresses of the parties to the documents are as follows:

Bank/Secured Party:

First Union National Bank
5801 Pelican Bay Boulevard
Naples, FL 34108

EMH/e
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RECORDATION NO. 21270-A FILED
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TS
SURFACE TRANSPORTATION BOARD

Hon. Vernon A. Williams
November 1, 2000
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Borrower/Debtor:

Bay Colony Railroad Corporation
420 Washington Street
Braintree, MA 02184

A description of the equipment covered by the document on which the lien is being released follows:

Four fifty (50') foot solid waste cars
(bulkheads/removable tops), serial numbers
BCLR10, BCLR11, BCLR12, BCLR13.

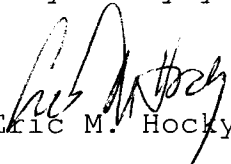
A fee of \$26.00 is enclosed. Please return the original and any extra copies not needed by the Board for recordation to:

Eric M. Hocky, Esq.
Gollatz, Griffin & Ewing, P.C.
213 West Miner Street
PO Box 796
West Chester, PA 19380-0796

A short summary of the document to appear in the index follows:

Partial Termination and Release of Lien dated October 31, 2000, by First Union National Bank in favor of Bay Colony Railroad Corporation terminating the lien and security interest covering four fifty (50') foot solid waste cars (bulkheads/removable tops), serial numbers BCLR10, BCLR11, BCLR12, BCLR13, granted in Term Loan and Security Agreement (Security Agreement) dated as of February 25, 1998, with Recordation No. 21270.

Very truly yours,



ERIC M. HOCKY

Enclosures

PARTIAL TERMINATION AND RELEASE OF LIEN

WHEREAS, Bay Colony Railroad Corporation ("Borrower") granted a security interest to First Union National Bank ("Bank") in *inter alia* the collateral described on the attached Schedule A (the "Released Collateral"), pursuant to a Term Loan and Security Agreement dated as of February 25, 1998 (the "Security Agreement"); and

WHEREAS, the Bank has agreed to terminate its lien on , and release its interest in, the Released Collateral;

NOW, THEREFORE, FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which is hereby acknowledged, the undersigned Bank hereby terminates, releases and discharges any and all of its rights, security interests, liens and other interests in and to the Released Collateral, and in all increases or profits received therefrom, in all substitutions therefor, and in all proceeds thereof in any form, and hereby terminates, the Security Agreement as to the Released Collateral.

IN WITNESS WHEREOF, the Bank has caused this Termination and Release of Lien to be duly executed on this 31 day of October, 2000.

~~ATTEST:~~

FIRST UNION NATIONAL BANK

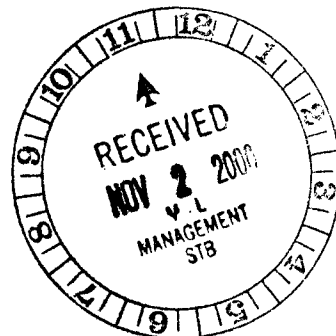
~~_____
Assistant Secretary~~

~~[Corporate Seal]~~

By: _____

Name: *William H. Hearn*

Title: *Vice President*



STATE OF FLORIDA)
) SS:
COUNTY OF Lee)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by William M. Blevins, as the Vice-President of First Union National Bank, a national banking association, freely and voluntarily under authority duly vested in him/her by said corporation and that the seal affixed thereto is the true corporate seal of said corporation. He/She is personally known to me or who has produced _____ as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 31st day of October, 2000.

Marjorie Martitia Walker
Notary Public, State of Florida at Large



Typed, printed or stamped name of
Notary Public

My Commission Expires: 2/19/2004

Schedule A

BCLR10	50'	Solid Waste Car-Bulkheads/Removable Top
BCLR11	50'	Solid Waste Car-Bulkheads/Removable Top
BCLR12	50'	Solid Waste Car-Bulkheads/Removable Top
BCLR13	50'	Solid Waste Car-Bulkheads/Removable Top